



County of Fairfax, Virginia

MEMORANDUM

Office of the County Attorney
Suite 549, 12000 Government Center Parkway
Fairfax, Virginia 22035-0064
Phone: (703) 324-2421; Fax: (703) 324-2665
www.fairfaxcounty.gov

DATE: June 13, 2014

TO: Joe Gorney, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Jo Ellen Groves, Paralegal *JEG*
Office of the County Attorney

SUBJECT: Affidavit
Application No.: PCA/FDPA 2003-SU-035-02/
Applicant: DD South Retail LC
PC Hearing Date: 6/25/14
BOS Hearing Date: 7/1/14

REF.: 124118

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 6/10/14, which bears my initials and is numbered 124118c, when you prepare the staff report. Hard copies will be hand delivered to the Planning Commission.

Thank you for your cooperation.

Attachment

cc: (w/attach) Jonathan Buono, Planning Technician I (Sent via e-mail)
Zoning Evaluation Division
Department of Planning and Zoning

REZONING AFFIDAVIT

DATE: June 10, 2014
(enter date affidavit is notarized)

124118c

I, Jon M. Peterson, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) ☐ applicant
☒ applicant's authorized agent listed in Par. 1(a) below

in Application No.(s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number(s), e.g. RZ 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS**, and **LESSEES** of the land described in the application,* and, if any of the foregoing is a **TRUSTEE**,** each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(**NOTE**: All relationships to the application listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
DD South Retail LC(1) Agents: Jon M. Peterson Milton V. Peterson William E. Peterson Steven B. Peterson Lauren E. Peterson Taylor O. Chess Richard M. Doyle ● James L. Mertz, Jr. William D. Over (former)	12500 Fair Lakes Circle, Suite 400 Fairfax, VA 22033	Applicant/Title Owner of Parcel 34-2-((1))-1B
Chick-fil-A, Inc.(5)	5200 Buffington Road Atlanta, GA 30349-2998	Lessee of a portion of Parcel 34-2-((1))-1B
Wawa, Inc.(7)	260 W. Baltimore Pike Wawa, PA 19063	Lessee of a portion of Parcel 34-2-((1))-1B
(check if applicable)	<input checked="" type="checkbox"/> There are more relationships to be listed and Par. 1(a) is continued on a "Rezoning Attachment to Par. 1(a)" form.	

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)DATE: June 10, 2014
(enter date affidavit is notarized)

124118a

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Primrose School Franchising Company(8) Agents: Mary Jo Kirchner J. Derek Fuller Theodore E. Tillman	3660 Cedarcrest Road Acworth, GA 30101	Contract Purchaser of a portion of Parcel 34-2-((1))-1B
Hunton & Williams LLP(15)	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Attorneys/Agents for Applicant
Francis A. McDermott John C. McGranahan, Jr. Nicholas H. Grainger (former)	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Attorneys/Agents for Applicant
Susan K. Yantis Elaine O'Flaherty Cox	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Planners/Agents for Applicant
Jeannie A. Mathews	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Paralegal/Agent for Applicant
Kimley-Horn & Associates, Inc.(16) Agents: Jeffrey H. Saxe Adam J. Steiner Evan D. Smith (former)	11440 Commerce Park Drive, Suite 400 Reston, VA 20191	Engineers/Landscape Architects/Agents for Applicant
Gorove/Slade Associates, Inc.(17) Agents: Christopher M. Tacinelli Chad A. Baird Cheryl L. Sharp Tricia M. Labud	3914 Centreville Road, Suite 330 Chantilly, VA 20151	Traffic Consultants/Agents for Applicant
Urban Engineering & Associates, Inc. d/b/a Urban, Ltd.(18) Agents: Robert W. Brown Kevin P. O'Connor	4200-D Technology Court Chantilly, VA 20151	Engineers/Agents for Applicant
Bohler Engineering, P.C.(19) Agent: Michael J. O'Hara, Jr.	22636 Davis Drive, Suite 250 Sterling, VA 20164	Engineers/Agents for Applicant

(check if applicable) ☒ There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

Rezoning Attachment to Par. 1(a)

DATE: June 10, 2014
(enter date affidavit is notarized)

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
♥ Shen Milsom & Wilke LLC(20) ● Agents: Andrew C. Parise (former)	1220 N. Fillmore Street, Suite 300 Arlington, VA 22201	Acoustical Consultants/Agents for Applicant

(check if applicable)

[]

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

REZONING AFFIDAVIT

DATE: June 10, 2014
(enter date affidavit is notarized)

12418c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number(s))

1(b). The following constitutes a listing*** of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders, **and if the corporation is an owner of the subject land, all of the OFFICERS and DIRECTORS of such corporation:**

(NOTE: Include **SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS** herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(1)DD South Retail LC
12500 Fair Lakes Circle, Suite 400
Fairfax, VA 22033

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial, and last name)

MEMBERS: MVP Master Limited Partnership(2) Jon M. Peterson
Lauren E. Peterson Steven B. Peterson
William E. Peterson Peterson Grandchildren Investment L.C.(4)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. **President, Vice President, Secretary, Treasurer**, etc.)

MANAGER: MVP Management, LLC(3)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(b)

DATE: June 10, 2014
(enter date affidavit is notarized)

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(3)MVP Management, LLC
12500 Fair Lakes Circle, Suite 400
Fairfax, VA 22033

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

MEMBERS: Milton V. Peterson Jon M. Peterson
Carolyn S. Peterson Steven B. Peterson
Lauren E. Peterson
William E. Peterson

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

MANAGERS: Milton V. Peterson Jon M. Peterson
William E. Peterson Steven B. Peterson
Lauren E. Peterson

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(4)Peterson Grandchildren Investment L.C.
12500 Fair Lakes Circle, Suite 400
Fairfax, VA 22033

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Jillian Alexis Fellows InterVivos Trust Christopher Milton Peterson InterVivos Trust Luke Dennis Peterson InterVivos Trust
Megan Elizabeth Fellows InterVivos Trust Thomas Dunham Peterson InterVivos Trust Mary Rita Peterson InterVivos Trust
Caralena Christina Peterson InterVivos Trust Timothy Davis Peterson InterVivos Trust
Steven David Peterson InterVivos Trust Nicholas Jon Peterson InterVivos Trust (No member owns 10% of DD South Retail LC)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

MANAGER:
MVP Management, LLC(3)

(check if applicable) ☐ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: June 10, 2014

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter date affidavit is notarized)

(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)(S)Chick-fil-A, Inc.
5200 Buffington Road
Atlanta, GA 30349-2998**DESCRIPTION OF CORPORATION:** (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☒ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Dan T. Cathy S. Truett Cathy Irrevocable Trust U/A dated 5/17/79(6)
 Donald M. Cathy
 Trudy C. White S. Truett Cathy Charitable Remainder Unitrust U/A dated 12/21/93 f/b/o WinShape Foundation, Inc.
 (a Georgia Non-Profit 501(c)(3) organization)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

S. Truett Cathy, Director Donald M. Cathy, EVP/Dir Steven A. Robinson, EVP Roger E. Blythe, Jr., VP
 Jeannette M. Cathy, Sec/Treas/Dir Trudy C. White, Dir (former) Perry A. Ragsdale, EVP (former) Jonathan B. Bridges, VP
 Dan T. Cathy, Chair/Pres/CEO/Dir James B. McCabe, EVP/CFO Timothy P. Tassopoulos, EVP William F. Faulk, VP

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)(S)Chick-fil-A, Inc. (CONTINUED)
5200 Buffington Road
Atlanta, GA 30349-2998**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

SEE ABOVE

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.**President, Vice-President, Secretary, Treasurer, etc.)**

Rodney Bullard, VP Erwin C. Reid, VP Barry V. White, VP Clifford T. Robinson, VP
 T. Mark Miller, VP Brent D. Ragsdale, VP S. Tammy Pearson, VP David B. Farmer, VP
 David G. Salyers, VP Philip A. Barrett, VP John H. McCleskey, VP Michael F. Erbrick, VP
 Dee Ann Turner, VP B. Lynn Chastain, VP Robert P. Dugas, VP Carrie Kurlander, VP (continued on next page)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: June 10, 2014
(enter date affidavit is notarized)

124118e

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(5)Chick-fil-A, Inc. (CONTINUED)
5200 Buffington Road
Atlanta, GA 30349-2998

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☒ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

SEE ABOVE

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Donna W. Kirbow, VP William J. Dunphy, VP
Sandra T. Moody, VP Christopher Todd Sweatt, VP
Andrew T. Cathy, VP Richard C. Matherne, VP

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

INTENTIONALLY LEFT BLANK

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: June 10, 2014
(enter date affidavit is notarized)

124118e

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)(7)Wawa, Inc.
260 W. Baltimore Pike
Wawa, PA 19063**DESCRIPTION OF CORPORATION:** (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☒ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

WaWa, Inc. Employee Stock Ownership Plan (The plan has hundreds of members, none of whom owns 10% or more of Wawa, Inc.)

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

DIRECTORS: Scott O. Bergren Leslie E. Goodman Howard B. Stoeckel
 Travis S. Borden Kim A. Lopdrup George Wood (nmi)
 Stephen L. Cropper Blythe J. McGarvie Richard D. Wood, Jr.

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(7)Wawa, Inc. (CONTINUED)
260 W. Baltimore Pike
Wawa, PA 19063**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

See Above

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

OFFICERS: Christopher T. Gheysens, Pres/CEO Catherine T. Pulos, SVP Michael J. Eckhardt, GC/Sec
 James P. Morey, SVP/CFO Peter F. Gilligan, VP Jared G. Culotta, Treas/Asst Sec
 Carol E. Jensen, SVP Salvatore J. Mattera, VP Katherine J. Dickinson, Asst Sec
 Suzanne Keenan (nmi), SVP Michael G. Sherlock, VP Maria Kalogredis (nmi), Ast Sec

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: June 10, 2014
(enter date affidavit is notarized)

124118 e

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(8) Primrose School Franchising Company
3660 Cedarcrest Road
Acworth, GA 30101

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Primrose Holdings, Inc.(9)

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.

President, Vice-President, Secretary, Treasurer, etc.)

Mary Jo Kirchner, Pres/CEO/Dir	J. Derek Fuller, VP/CFO/Sec/Treas	Gloria D. Julius, VP
Robert A. Benowitz, VP	Paul F. Thaxton, VP	Erik O. Morris, Director
Darin S. Harris, COO (former)	William T. Pierquest, VP	Stephen D. Aronson, Director

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(9) Primrose Holdings, Inc.
3660 Cedarcrest Road
Acworth, GA 30101

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

PHC Acquisition, Inc.(10)

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.

President, Vice-President, Secretary, Treasurer, etc.)

Mary Jo Kirchner, Pres/CEO/Dir	J. Derek Fuller, VP/CFO/Sec	Gloria D. Julius, VP
Robert A. Benowitz, VP	Paul F. Thaxton, VP	Erik O. Morris, Director
Darin S. Harris, COO (former)	William T. Pierquest, VP	Stephen D. Aronson, Director

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: June 10, 2014
(enter date affidavit is notarized)

12468e

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)(10)PHC Acquisition, Inc.
3660 Cedarcrest Road
Acworth, GA 30101**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)PIH Corporation(11)
Primrose Holding Corporation(12)**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g.**President, Vice-President, Secretary, Treasurer, etc.)**

Mary Jo Kirchner, Pres/CEO/Dir	J. Derek Fuller, VP/CFO/Sec	Gloria D. Julius, VP
Robert A. Benowitz, VP	Paul F. Thaxton, VP	Erik O. Morris, Director
Darin S. Harris, COO (former)	William T. Pierquest, VP	Stephen D. Aronson, Director

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)(11)PIH Corporation
3660 Cedarcrest Road
Acworth, GA 30101**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Primrose Holding Corporation(12)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.**President, Vice-President, Secretary, Treasurer, etc.)**

Mary Jo Kirchner, Pres/CEO/Dir	J. Derek Fuller, VP/CFO/Sec	Gloria D. Julius, VP
Robert A. Benowitz, VP	Paul F. Thaxton, VP	Erik O. Morris, Director
Darin S. Harris, COO (former)	William T. Pierquest, VP	Stephen D. Aronson, Director

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: June 10, 2014

124118c

(enter date affidavit is notarized)
 for Application No. (s): PCA 2003-SU-035-2; FDPA 2003-SU-035-02
 (enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(10)Primrose Holding Corporation
 3660 Cedarcrest Road
 Acworth, GA 30101

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

RC II Primrose LLC(13) Mary Jo Kirchner Mary R. Zurn Darin S. Harris
 American Capital Equity II LLC* Robert A. Benowitz J. Derek Fuller
 American Capital Equity I LLC*
 American Capital Strategies Limited* *None of these entities owns 10% of Primrose School Franchising Company

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Mary Jo Kirchner, Pres/CEO J. Derek Fuller, VP/CFO Gloria D. Julius, VP
 Robert A. Benowitz, VP Paul F. Thaxton, VP Neal K. Aronson, Director
 Darin S. Harris, COO (former) William T. Pierquest, VP Peter J. Cohen, Director

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(13)RC II Primrose LLC
 1180 Peachtree Street, Suite 2500
 Atlanta, GA 30309

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Roark Capital Partners II L.P.(14)
 Roark Capital Partners II Parallel, L.P. (Does not own 10% of Primrose School Franchising Company)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: June 10, 2014
(enter date affidavit is notarized)

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(16)Kimley-Horn & Associates, Inc.
11400 Commerce Park Drive, Suite 400
Reston, VA 20191

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(17)Gorove/Slade Associates, Inc.
3914 Centreville Road, Suite 330
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Christopher M. Tacinelli
Chad A. Baird
Daniel B. Van Pelt
Erwin N. Andres

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

DATE: June 10, 2014
(enter date affidavit is notarized)

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(18)Urban Engineering & Associates, Inc. d/b/a Urban, Ltd.
4200-D Technology Court
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

J. Edgar Sears
Brian A. Sears

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

- (19)Bohler Engineering, P.C.
22636 Davis Drive, Suite 250
Sterling, VA 20164

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

- Ludwig H. Bohler
- Adam J. Volanth
- Daniel M. Duke
- Mark R. Joyce

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

• Added since the printing of the 6/10/14 Staff Report.

Rezoning Attachment to Par. 1(b)

DATE: June 10, 2014
(enter date affidavit is notarized)

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

• (20)Shen Milsom & Wilke LLC
1200 N. Fillmore Street, Suite 300
Arlington, VA 22201

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

• Frederick T. Shen • Julius S. Emspak
• Thomas M. Shen • James B. Merrill
• Jonathan Burris (nmi) • Randy S. Tritz
• Richard G. Derbyshire

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) ☐ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

REZONING AFFIDAVIT

DATE: June 10, 2014
(enter date affidavit is notarized)

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number(s))

1(c). The following constitutes a listing*** of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

(2)MVP Master Limited Partnership
12500 Fair Lakes Circle, Suite 400
Fairfax, VA 22033

(check if applicable) ☐ The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. **General Partner, Limited Partner, or General and Limited Partner**)

GENERAL PARTNERS:

MV Peterson Associates L.C. (Does not own 10% of DD South Retail LC)
Milton V. Peterson

LIMITED PARTNERS:

Milton V. Peterson
MVP Investments L.C. (Does not own 10% of DD South Retail LC)

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(c)

DATE: June 10, 2014
(enter date affidavit is notarized)

12418e

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

^ (6) S. Truett Cathy Irrevocable Trust U/A dated 5/17/79
5200 Buffington Road
Atlanta, GA 30349

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

BENEFICIARIES:

Andrew T. Cathy
Daniel R. Cathy
Samuel M. Cathy
James D. Cathy
Rachel M. Cathy
Seth M. Cathy
Joseph L. Cathy
Joy W. Wilbanks
John W. White IV
Angela W. Fiedler
David E. White
with one minor child

(check if applicable) ☐ There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)

DATE: June 10, 2014
(enter date affidavit is notarized)

12418c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

(14) Roark Capital Partners II L.P.
1180 Peachtree Street, Suite 2500
Atlanta, GA 30309

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

GENERAL PARTNER:

- Roark Capital GenPar II, LLC Does not own 10% of Primrose School
Franchising Company

LIMITED PARTNERS:

- There are over 50 limited partners/private
equity investors, none of whom owns 10%
or more of Primrose School Franchising
Company.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)DATE: June 10, 2014
(enter date affidavit is notarized)

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)(15)Hunton & Williams LLP
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102(check if applicable) ☒ The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)Robert A. Acosta-Lewis
Lawrence C. Adams
Syed S. Ahmad
Michael F. Albers
Kenneth J. Alcott
Fernando C. Alonso
Walter J. Andrews
Charles E. G. Ashton
Chinawat Assavapokee (nmi)
L. Scott Austin
Ian Phillip Band
Sean M. Beard
John J. Beardsworth, Jr.
Ryan A. Becker
Steven H. Becker
Stephen John Bennett
Melinda R. Beres
Lucas Bergkamp (nmi)
Lon A. Berk
Mark B. Bierbower
Stephen R. Blacklocks
Jeffry M. Blair
Matthew P. Bosher
James W. Bowen
Lawrence J. Bracken, II
James P. Bradley
Sheldon T. Bradshaw
David F. Brandley, Jr.
Benjamin P. Browder
A. Todd Brown, Sr.
Tyler P. Brown
F. William Brownell
Kevin J. Buckley
Kristy A. Niehaus Bulleit
Joseph B. Buonanno
Nadia S. BURGARD
Eric R. Burner
M. Brett Burns
P. Scott Burton' Ellis M. Butler
Ferdinand A. Calice
Matthew J. Calvert
Daniel M. Campbell
Thomas H. Cantrill
Curtis G. Carlson
Jean Gordon Carter
Charles D. Case
J. C. Chenault, V
James N. Christman
Whittington W. Clement
Herve' Cogels (nmi)
Cassandra C. Collins
S. Gregory Cope
Ashley Cummings (nmi)
Alexandra B. Cunningham
Samuel A. Danon
John A. Decker
John J. Delionado
Stephen P. Demm
Dee Ann Dorsey
Edward L. Douma
Colleen P. Doyle
Alison M. Dreizen
Sean P. Ducharme
Deidre G. Duncan
Roger Dyer (nmi)
Frederick R. Eames
Heather Archer Eastep
Maya M. Eckstein
W. Jeffery Edwards
John C. Eichman
Emmett N. Ellis
Edward W. Elmore, Jr.
Frank E. Emory, Jr.
Juan C. Enjamio
John D. Epps
Phillip J. Eskenazi
Joseph P. EspositoKelly L. Faglioni
Susan S. Failla
Eric H. Feiler
Kevin C. Felz
Edward F. Fernandes
Jamillia Padua Ferris
Norman W. Fichthorn
Andrea Bear Field
Kevin J. Finto
Melanie Fitzgerald (nmi)
Michael F. Fitzpatrick, Jr.
Robert N. Flowers
William M. Flynn
David S. Freed
Lauren E. Freeman
Steven C. Friend
Edward J. Fuhr
Charles A. Gall
Daniel C. Garner
Douglas M. Garrou
Richard D. Gary
Kevin M. Georgerian
John T. Gerhart, Jr.
Andrew G. Geyer
Jeffrey W. Giese
Neil K. Gilman
C. Christopher Giragosian
Douglas S. Granger
Laurie A. Grasso
J. William Gray, Jr.
Charles E. Greef
Christopher C. Green
Robert J. Grey, Jr.
Greta T. Griffith
Brett L. Gross
Bradley W. Grout
Steven M. Haas
Brian L. Hager
Robert J. Hahn(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)DATE: June 10, 2014
(enter date affidavit is notarized)

12418c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)(15)Hunton & Williams LLP (CONTINUED)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102(check if applicable) ☒ The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

Jarrett L. Hale	Michael C. Kerrigan	Alexander G. McGeoch
Leslie S. Hansen	Ryan T. Ketchum	John C. McGranahan, Jr.
Eric J. Hanson	Scott H. Kimpel	Gustavo J. Membiela
Ronald M. Hanson	Robert A. King	Uriel A. Mendieta
Jason W. Harbour	Edward B. Koehler	Mark W. Menezes
Jeffrey L. Harvey	John T. Konther	Gary C. Messplay
John D. Hawkins	Torsten M. Kracht	Peter J. Mignone
Rudene Mercer Haynes	Christopher G. Kulp	Patrick E. Mitchell
Mark S. Hedberg	David Craig Landin	Jack A. Molenkamp
Gregory G. Hesse	Gregory F. Lang	T. Justin Moore, III
David A. Higbee	Andrew W. Lawrence	Thurston R. Moore
Thomas Y. Hiner	Daniel M. LeBey	Robert J. Morrow
D. Bruce Hoffman	Bradley T. Lennie	Ann Marie Mortimer
Robert E. Hogfoss	L. Steven Leshin	Michael J. Mueller
John R. Holzgraefe	Catherine D. Little	Eric J. Murdock
Cecelia Philipps Horner	David C. Lonergan	Ted J. Murphy
George C. Howell, III	Nash E. Long, III	Thomas P. Murphy
Paul C. Huck, Jr.	Kirk A. Lovric	David A. Mustone
Kevin F. Hull	David S. Lowman, Jr.	James P. Naughton
Donald P. Irwin	Kimberly C. MacLeod	Wim Nauwelaerts (nmi)
Jamie Zysk Isani	Michael J. Madden, Jr.	Eric J. Nedell
Judith H. Itkin	Tyler Maddry (nmi)	Michael Nedzbala (nmi)
Makram B. Jaber	Manuel E. Maisog	William L. Newton
Timothy L. Jacobs	Rori H. Malech	Lonnie D. Nunley, III
Lori Elliott Jarvis	Douglas M. Mancino	Michael A. Oakes
Matthew D. Jenkins	Christopher Mangin, Jr. (nmi)	Peter K. O'Brien
Harry M. Johnson, III	Alan J. Marquis	John T. O'Connor
Karolyn E. ("Kerry") Johnson	Brian R. Marek	Leslie A. Okinaka
James A. Jones, III	Fernando Margarit (nmi)	John D. O'Neill, Jr.
Kevin W. Jones	Laura C. Marshall	Michael A. O'Shea
Laura Ellen Jones	Jeffrey N. Martin	Brian V. Otero
Dan J. Jordanger	John S. Martin	Raj Pande (nmi)
Roland Juarez (nmi)	J. Michael Martinez de Andino	Randall S. Parks
Thomas R. Julin	Walfredo J. Martinez	Peter S. Partee, Sr.
Andrew Kamensky (nmi)	Laurie Ustul Mathews	J. Steven Patterson
Michael G. Keeley	John Gary Maynard, III	William S. Patterson
G. Roth Kehoe, II	William H. McBride	Djordje Petkoski (nmi)
David A. Kelly	Michael C. McCann	Eric R. Pogue
Douglas W. Kenyon	T. Allen McConnell	Robert Dean Pope

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)DATE: June 10, 2014
(enter date affidavit is notarized)

12448c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)(15)Hunton & Williams LLP (CONTINUED)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102(check if applicable) ☒ The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

Laurence H. Posorske
Kurtis A. Powell
Lewis F. Powell, III
Robert T. Quackenboss
Dionne C. Rainey
Katherine E. Ramsey
John Jay Range
Robert S. Rausch
Belynda B. Reck
Baker R. Rector
Shawn Patrick Regan
Sona Rewari (nmi)
Thomas A. Rice
Michael P. Richman
Jennings G. ("J. G.") Ritter, II
Kathy E. B. Robb
Daryl B. Robertson
Gregory B. Robertson
Patrick L. Robson
Robert M. Rolfe
Ronald D. Rosener
Trevor K. Ross
Brent A. Rosser
William L. S. Rowe
Ronald L. Rubin
Marguerite R. ("Rita") Ruby
D. Alan Rudlin
Mary Nash K. Rusher
D. Kyle Sampson
Stephen M. Sayers
Arthur E. Schmalz
Gregory J. Schmitt
John R. Schneider
Howard E. Schreiber
Jeffrey P. Schroeder
Carl F. Schwartz
P. Watson Seaman
James S. Seevers, Jr.
Douglass P. Selby

Joel R. Sharp
Michael R. Shebelskie
Rita A. Sheffey
Ryan A. Shores
George P. Sibley, III
Donald F. Simone
Aaron P. Simpson
Jo Anne E. Sirgado
Laurence E. Skinner
Caryl Greenberg Smith
John R. ("J. R.") Smith
Yisun Song (nmi)
Lisa J. Sotto
Joseph C. Stanko, Jr.
Todd M. Stenerson
John J. Stenger
Gregory N. Stillman
Fradyn Suarez (nmi)
Yeongyo Anna Suh
C. Randolph Sullivan
Jeffrey M. Sullivan
Brian J. Tanenbaum
Andrew J. Tapscott
Robert M. Tata
W. Lake Taylor, Jr.
Wendell L. Taylor
John Charles Thomas
Gary E. Thompson
Paul M. Tiao
B. Cary Tolley, III
Bridget C. Treacy
Andrew J. Turner
Julie I. Ungerman
Daniel E. Uyesato
Mark C. Van Deusen
Emily Burkhardt Vicente
Daniel G. Vivarelli, Jr.
Mark R. Vowell
Amanda L. Wait

Linda L. Walsh
William L. Wehrum
Peter G. Weinstock
Malcolm C. Weiss
Kevin J. White
Amy McDaniel Williams
Mitchell G. Williams
Holly H. Williamson
Michael G. Wilson
Susan F. Wiltsie
Allison D. Wood
David C. Wright
Richard L. Wyatt, Jr.
David R. Yates
Lee B. Zeugin
Manida Zimmerman (nmi)

(Former Partners Appear on Next Page)

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)

DATE: June 10, 2014
(enter date affidavit is notarized)

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

(15)Hunton & Williams LLP (CONTINUED)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

FORMER PARTNERS:

Charles E. G. Ashton
Craig A. Bromby
Thomas J. Cawley
Cameron N. Cosby
Barry R. Davidson
Laura M. Franze
Ray V. Hartwell, III
W. Alan Kailer
Steven R. Loeshelle
Stephen S. Maris
Thelma Marshall (nmi)
Fraser A. McAlpine
Francis A. McDermott
Frank J. Murphy, Jr.
Henry V. Nickel
Pam Gates O'Quinn
Curtis D. Porterfield
J. Waverly Pulley, III
Stuart A. Raphael
Karen M. Sanzaro
Robert M. Schulman
Thomas G. Slater, Jr.
Brooks M. Smith
Rodger L. Tate
Surasak Vajasit (nmi)
William A. Walsh, Jr.
Lynnette R. Warman
Evan D. Wolff

(check if applicable) ☐ There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

REZONING AFFIDAVIT

DATE: June , 2014
(enter date affidavit is notarized)

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

☐ In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

☒ Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (**NOTE:** If answer is none, enter "NONE" on the line below.)

NONE

(check if applicable) ☐ There are more interests to be listed and Par. 2 is continued on a "Rezoning Attachment to Par. 2" form.

REZONING AFFIDAVIT

DATE: June, 2014
(enter date affidavit is notarized)

124118c

for Application No. (s): PCA 2003-SU-035-2/FDPA 2003-SU-035-02
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

NONE.

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) ☐ There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one)

☐ Applicant

☒ Applicant's Authorized Agent

Jon M. Peterson, Agent for Applicant

(type or print first name, middle initial, last name, and title of signer)

Subscribed and sworn to before me this 10th day of June, 2014, in the State/Comm. of Virginia, County/City of Fairfax.

My commission expires: 8/31/16

